

Mark Frankel
Backenroth Frankel & Krinsky, LLP
800 Third Avenue, Floor 11
New York, New York 10022
(212) 593-1100

Presentment Date and Time:
February 9, 2021 10:00 a.m.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X

In re

Chapter 11

27 Putnam Ave LP, *et al*,¹

Case No. 19-13412 (RG)
Jointly Administered

Debtors.

-----X

NOTICE OF PRESENTMENT

PLEASE TAKE NOTICE, PLEASE TAKE NOTICE under Section 327(e) of the Bankruptcy Code, Local Rules 9074-1, and the attached application for retention of Rosenberg & Estis, P.C. as special real estate counsel for the above-captioned debtors, the undersigned will present the attached proposed order to the Honorable Robert Grossman, United States Bankruptcy Judge, for signature on February 9, 2021 at 10:00 a.m.

PLEASE TAKE FURTHER NOTICE that unless a written objection to the proposed order, with proof of service, is filed with the Clerk of the Court at least three days before the date of presentment, there will not be a hearing and the order may be signed.

PLEASE TAKE FURTHER NOTICE that if a written objection is timely filed, the Court will notify the moving and objecting parties of the date and time of the hearing and of the moving party's obligation to notify all other parties entitled to receive notice. The moving and objecting parties are required to attend the hearing, and failure to attend in person or by counsel may result in relief being granted or denied upon default.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: 27 Putnam Ave LP (7503); 90 Downing St LP (7503); 423 Grand Ave LP (7503); and 429 Grand Ave LP (7503).

PLEASE TAKE FURTHER NOTICE that the ECF docket number to which the filing relates shall be included in the upper right-hand corner of the caption of all objections.

Dated: New York, New York
January 13, 2021

BACKENROTH FRANKEL & KRINSKY, LLP
Attorneys for the Debtors

By: s/Mark A. Frankel
800 Third Avenue
New York, New York 10022
(212) 593-1100

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APPLICATION TO RETAIN SPECIAL COUNSEL

27 Putnam Ave LP, and each of the other jointly administered debtors herein, (the “Debtors”), as and for their application to retain Rosenberg & Estis, P.C. as special real estate counsel to the Debtors as of the filing of the above-captioned case pursuant to section 327(e) of the Bankruptcy Code, respectfully represents as follows:

1. On October 25, 2019 (“Filing Date”), each of the Debtors filed a voluntary petition under Chapter 11 of the Bankruptcy Code. Each Debtor has continued its business as a debtor-in-possession. No trustee or creditors committee has been appointed.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: 27 Putnam Ave LP (7503); 90 Downing St LP (7503); 423 Grand Ave LP (7503); and 429 Grand Ave LP (7503).

2. Each Debtor seeks to employ Rosenberg & Estis, P.C. (“R&E”), which maintains an office for the practice of law at 733 Third Avenue, New York, NY 10017, as its special real estate counsel.

3. Each Debtor has selected R&E because the members of R&E have considerable expertise in real estate law (including rent regulations and administrative law), and R&E represented Debtors in other matters before these cases were filed.

4. The primary professional service R&E will be required to render includes litigation and counseling in connection with rent regulatory status of certain adjacent apartment buildings owned by Debtors in the Clinton Hill neighborhood of Brooklyn, New York, to wit: 27-29 Putnam Avenue, 423-427 Grand Avenue, 429-435 Grand Avenue and 88-100 Downing Street (collectively, the “Buildings”). The Debtors have intended to improve and stabilize their rent rolls to prepare the Buildings for a sale. A critical factor in doing so is ensuring the accuracy of rents that Debtors may charge tenants as the result of substantial rehabilitation of the Buildings, the expiration of J-51 benefits and the expiration of the federal HOME Investment Partnership Program relative to the Buildings, for which R&E’s services and expertise in rent regulation and administrative law are necessary.

5. R&E was retained for these services by both Debtors and DS-CREF3 Clinton Senior Note Byer LLC (“Mortgagee”). R&E was paid a retainer in the amount of \$25,000.00 by the Mortgagee. In addition, R&E’s fees for their services to the Debtors in this and other matters

will continue to be paid by the Mortgagee. R&E was paid no retainer by the Debtors for the service to be rendered herein.

6. R&E was also previously retained in connection with (a) Debtors' negotiations with the Office of the New York State Attorney General ("OAG") pertaining to OAG's investigation titled *In the Matter of the Investigation by Letitia James, Attorney General of the State of New York, of Clinton Hill Mezz Borrower LP; Clinton Hill GP LLC, 423 Grand Avenue LP; 90 Downing Street LP; 27 Putnam Avenue LP*, which resulted in signing of an Assurance of Discontinuance, No. 19-106, as well as a subsequent Amendment to the Assurance of Discontinuance, as well as a subsequent amendment to the AOD, (b) an action commenced in Supreme Court of New York, County of Kings, titled *Grand Putnam Tenant Association v. Coastline Apartment Investors, 423 Grand Ave LP, 429 Grand Ave LP, 27 Putnam Ave LP, and 90 Downing Street LP*, Index No. 6531/2016, (c) proceedings pertaining to violations issued to the Buildings by the New York State Division of Housing and Community Renewal, and (d) request for reasonable accommodation by a tenant residing in one of the Buildings. R&E's bills for these services, too, were paid by the Mortgagee and will continue to be paid by the Mortgagee. The Mortgagee and the Debtors have a common interest in these matters. R&E has not represented, is not representing and will not represent the Mortgagee in connection with any dispute between the Lender and the Debtors with respect to the Buildings.

7. To the best of the Debtors' knowledge, R&E and its respective attorneys have no other connection with, and no interests adverse to, each Debtor, its creditors, other parties in

interest, or their respective attorneys or accountants, the United States Trustee or any person employed in the Office of the United States Trustee, except that R&E has outstanding claims against each of the Debtors as follows: \$55,303.98, which will be paid by the Mortgagee. R&E is not waiving such claims.

8. Each Debtor believes that the retention of R&E in the best interest of each Debtor's estate.

9. No receiver, trustee or examiner has been appointed nor have any official committees been appointed.

10. No prior application has been made for the relief requested herein.

WHEREFORE, each Debtor respectfully requests that this Court enter the prefixed order and grant such other and further relief as it deems just and proper.

Dated: New York, New York
January 12, 2021

By: /s/Partrick McCann, as authorized signatory
of Clinton Hill GP LLC, Debtor's General Partner

Mark Frankel
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800 Third Avenue, Floor 11
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In re

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STATE OF NEW YORK)

)ss.:

COUNTY OF NEW YORK)

Luise A. Barrack, being duly sworn, deposes and says:

1. I am a member with the firm of Rosenberg & Estis, P.C. ("R&E"), which maintains an office for the practice of law at 733 Third Avenue, New York, NY 10017. I am fully familiar with the facts stated, and make this affidavit to support the application to retain R&E as counsel to the above-captioned debtor and the other jointly administered debtors (the "Debtors").

2. I am duly admitted to practice before this Court, and will assume primary responsibility for this matter.

³ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: 27 Putnam Ave LP (7503); 90 Downing St LP (7503); 423 Grand Ave LP (7503); and 429 Grand Ave LP (7503).

3. The undersigned reviewed each Debtor's creditor matrix and each Debtor's known professionals. I then conducted a search of R&E's current and former clients. Insofar as I have been able to ascertain, the members and associates of R&E do not hold or represent an interest adverse to any of the Debtors' estates, and have no connections with the Debtors, their respective creditors, attorneys, accountants, the United States Trustee, or any person employed by the United States Trustee, except that R&E represents clients in connection with complaints and violations issues by Environmental Control Board ("ECB"), New York City Housing Preservation and Development ("HPD") and New York State Division of Housing Renewal and Development ("DHCR"). R&E also represented and/or represents Debtors in connection with: (a) Debtors' negotiations with the Office of the New York State Attorney General ("OAG") pertaining to OAG's investigation titled *In the Matter of the Investigation by Letitia James, Attorney General of the State of New York, of Clinton Hill Mezz Borrower LP; Clinton Hill GP LLC, 423 Grand Avenue LP; 90 Downing Street LP; 27 Putnam Avenue LP*, (b) an action commenced in Supreme Court of New York, County of Kings, by certain tenants residing in buildings owned by Debtors in the Clinton Hill neighborhood of Brooklyn, New York, to wit: 27-29 Putnam Avenue, 423-427 Grand Avenue, 429-435 Grand Avenue and 88-100 Downing Street (the "Buildings"), titled *Grand Putnam Tenant Association v. Coastline Apartment Investors, 423 Grand Ave LP, 429 Grand Ave LP, 27 Putnam Ave LP, and 90 Downing Street LP*, Index No. 6531/2016, (c) proceedings pertaining to violations issued to the Buildings by the DHCR, and (d) request for reasonable accommodation by tenants residing in the Buildings. R&E has claims against each of the Debtors for outstanding fees in the

following amounts: \$55,303.98, which will be paid by the DS-CREF3 Clinton Senior Note Byer LLC (“Mortgagee”). R&E is not waiving those claims.

4. I have primary responsibility for this representation.

s/ Luise A. Barrack

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SOUTHERN DISTRICT OF NEW YORK

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27 Putnam Ave LP, *et al*,⁴

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ORDER AUTHORIZING RETENTION OF SPECIAL COUNSEL

Upon the application (“Application”) of the above-captioned debtors (“Debtors”) requesting authorization to retain to Rosenberg & Estis, P.C. (“R&E”) to represent the Debtors, and upon the Affidavit of Disinterest by Luise A. Barrack, and it appearing that R&E represents no interest adverse to the Debtors or their creditors, and that its employment is necessary and in the best interests of each Debtor’s estate, and after due deliberation and sufficient cause appearing therefor, it is

ORDERED, that the Application is granted to the extent provided herein; and it is further

ORDERED, that to the extent the Application is inconsistent with this Order, the terms of this Order shall govern; and it is further

⁴ The Debtors in these chapter 11 cases and the last four digits of each Debtor's taxpayer identification number are as follows: 27 Putnam Ave LP (7503); 90 Downing St LP (7503); 423 Grand Ave LP (7503); and 429 Grand Ave LP (7503).

ORDERED, that the Debtors are authorized to employ R&E as special real estate counsel for litigation and counseling in connection with: (a) rent regulatory status of certain adjacent apartment buildings owned by Debtors in the Clinton Hill neighborhood of Brooklyn, New York, to wit: 27-29 Putnam Avenue, 423-427 Grand Avenue, 429-435 Grand Avenue and 88-100 Downing Street (the “Buildings”); (b) the action previously commenced in Supreme Court of New York, County of Kings, titled *Grand Putnam Tenant Association v. Coastline Apartment Investors, 423 Grand Ave LP, 429 Grand Ave LP, 27 Putnam Ave LP, and 90 Downing Street LP*, Index No. 6531/2016; (c) proceedings pertaining to violations issued to the Buildings by the New York State Division of Housing and Community Renewal; and (d) request for reasonable accommodations by tenants residing in the Buildings; and it is further

ORDERED, that, notwithstanding any provision to the contrary in the Application, the Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

Dated: New York, New York
February __, 2021

Robert Grossman
United States Bankruptcy Judge

NO OBJECTION
WILLIAM K. HARRINGTON
UNITED STATES TRUSTEE

By: /s/ _____
Andrea Schwartz
Trial Attorney
201 Varick Street,
New York, New York 10014
Tel. No. (212) 510-0500